## **REMARKS/ARGUMENTS**

If there are any additional fees resulting from this communication, please charge same to our Deposit Account No. 16-0820, our Order No. 39364.

Respectfully submitted,

PEARNE & GORDON LLP

By:

Jeffrey/Jopks Aleg. No. 2767

1801 East 9th Street Suite 1200 Cleveland, Ohio 44114-3108 (216) 579-1700

Date: December 28, 2005